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INSTRUMENT NO. 030001781
Recorded in the Clerk's Office
of Dickenson County

BK 391 PG 394

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INSTRUMENT PREPARED BY
VIRGINIA GAS AND OIL BOARD

VIRGINIA:

BEFORE THE VIRGINIA GAS AND OIL BOARD

SUPPLEMENTAL ORDER REGARDING DOCKET NO. VGOB 03/04/15-1145

ELECTIONS, UNIT: VC-505247

(hereinafter "Subject Drilling Unit")

REPORT OF BOARD

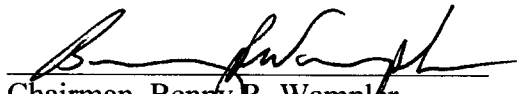
FINDINGS AND ORDER

1. This Supplemental Order is entered by the Board sua sponte in the form authorized by the Board at its hearing held at 9:00 a.m. on October 20, 1992, Board of Supervisors Room, Courthouse, Grundy, Virginia, and pursuant to authority granted to the Board's Chairman at the hearing of the Virginia Gas and Oil Board on June 16, 1992, at 9:00 a.m. at the Rhododendron Restaurant at the Breaks Interstate Park, Breaks, Virginia; and this Supplemental Order is being recorded for the purpose of (1) complying with the requirement of the Virginia Gas and Oil Board Regulations, 4 VAC 25-160.70C by supplementing the Order previously issued by the Board for subject Docket on May 29, 2003 and recorded at Book 387, Page 773 in the Office of the Clerk of Circuit Court, Dickenson County, Virginia on May 30, 2003 (herein "Board Order") to complete the record regarding elections. The Board Order pooled all interest in Subject Drilling Unit including those of the Respondents more particularly set forth and identified by the Designated Operator in the affidavits attached hereto and made a part hereof. The Board finds it has jurisdiction over the subject matter pursuant to the provisions of the Virginia Gas and Oil Act, § 45.1-361.1 et seq., Virginia Code, 1950 as amended.
2. Findings: The Board finds that:
 - (a) The Board Order directed Equitable Production Company, (herein the Designated Operator"), to mail copies of the Board Order to all respondents whose interest, if any, were pooled by said Board Order;
 - (b) The designated operator filed its affidavit of mailing dated June 9, 2003, disclosing that it had mailed a correct copy of the Board's Order to all Respondents whose interest, if any, were pooled by said Board Order;
 - (c) The Board Order required each Respondent whose interest, if any, were pooled by the terms of said Board Order to make his or her election within thirty (30) days after the date of mailing or recording, as applicable, of said Order; the Designated Operator has filed its affidavit dated July 25, 2003, in accordance with § 7.C of the Virginia Gas and Oil Board Regulations and 4 VAC 25-


160.70C (herein "Affidavit of Election"), wherein it has, for each Respondent whose interest, if any, were pooled by said Board Order, stated: (i) whether each Respondent has made or failed to make a timely election; (ii) the nature of the election made, if any; (iii) whether, by reason of a failure to elect or to timely elect one or more Respondents are deemed, under the terms of the Board's Order, to have leased all their rights, title, interest, estates and claims in Subject Drilling Unit to the Designated Operator;

- (d) The Board Order further required the Designated Operator, after expiration of the election period, to file with the Board a statement of the interests subject to escrow under the terms and provisions of the Board Order, in light of the elections made or deemed to have been made (herein "Statement of Interests"); that the Designated Operator furnished said Statement of Interests as part of its Affidavit of Election. A copy of which is attached hereto as Exhibit B;
 - (e) Current Board standards requiring the escrow of funds and the Board's agreement with its Escrow Agent, First Union National Bank, Corporate Trust, PA 1328, 123 Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Rachel Rafferty, or any successor named by the Board, require the entry of a Supplemental Order establishing of record the elections made or deemed to have been made and specifying the sums or percentage thereof subject to escrow. Current Board escrow standards were made applicable to Subject Drilling Unit by a Board Order dated December 23, 1992.
3. Order: By this Order, the Board orders the Designated Operator to tender, consistent with and in accordance with the findings set forth at paragraph 2 above and the annexed Affidavits, any funds subject to escrow and instructs the Escrow Agent, First Union National Bank, Corporate Trust, PA 1328, 123 Broad Street, Philadelphia, PA 19109-1199, (888) 396-0853, Attn: Rachel Rafferty, or any successor named by the Board to establish interest-bearing escrow account(s), IRS Tax Identification Number 54-1629506, in accordance with the information set forth in said affidavits to receive such funds and account to the Board therefore.
 4. Mailing of Order and Filing of Affidavit: The Designated Operator under the captioned Order or its Attorney shall file an affidavit with the Secretary of the Board within ten (10) days after the date of receipt of this Order stating that true and correct copy of this Order to each person whose interest or claim is subject to escrow and whose address is known.
 5. Conclusion: Therefore, the findings and all terms and provisions set forth above be and hereby are granted and IT IS SO ORDERED.
 6. Effective Date: This Order shall be effective on the date of its execution.

DONE AND EXECUTED this 8th day of September, 2003 by a majority of the Virginia Gas and Oil Board.

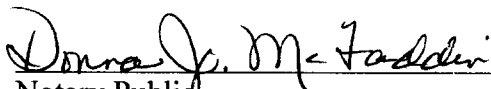

Chairman, Benny R. Wampler

DONE AND PERFORMED THIS 11th day of September, 2003 by Order of this Board.


B. R. Wilson
Principal Executive to the Staff
Virginia Gas and Oil Board

STATE OF VIRGINIA)
COUNTY OF WISE)

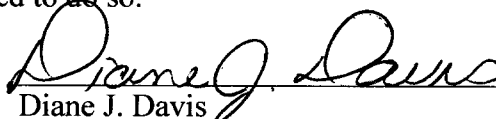
Acknowledged on this 8th day of September, 2003, personally before me a notary public in and for the Commonwealth of Virginia, appeared Benny R. Wampler, being duly sworn did depose and say that he is Chairman of the Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Notary Public

My commission expires: September 30, 2004

STATE OF VIRGINIA)
COUNTY OF ~~WISE~~ Washington

Acknowledged on this 11 day of September, 2003, personally before me a notary public in and for the Commonwealth of Virginia, appeared B. R. Wilson, being duly sworn did depose and say that he is Principal Executive to the Staff Virginia Gas and Oil Board, that he executed the same and was authorized to do so.


Diane J. Davis
Notary Public

My commission expires: 9-30-05

VIRGINIA:***BEFORE THE VIRGINIA GAS AND OIL BOARD***

IN RE: Application of Equitable Production Company, for Forced Pooling of Interests in Unit Number VC-505247 VGOB Docket No. VGOB-03/04/15-1145 in the Kenady Magisterial District of Dickenson County, Virginia.

AFFIDAVIT OF WILHOIT & KAISER, Attorneys-at-Law, Agents for the Designated Operator REGARDING ELECTIONS, ESCROW ACCOUNTS AND SUPPLEMENTAL ORDER

James E. Kaiser (herein Affiant), being first duly sworn on oath, deposes and says:

1. That the Affiant is an attorney in the law firm of WILHOIT & KAISER, the Agent for the Designated Operator, with offices located at 220 Broad Street, Kingsport, Tennessee 37660, and is authorized to give this Affidavit in its behalf;
2. That the Order entered on May 29, 2003, by the Virginia Gas and Oil Board regarding the captioned coalbed methane Unit required the Applicant to mail a true and correct copy of said Order to each person pooled by said Order;
3. That within seven (7) days of the receipt of an executed copy of the Order referred to at Paragraph 2. above, the Affiant was directed to cause a true and correct copy of said Order to be mailed via the United States Postal Service to each Respondent named in the captioned Application, whose address was known, and to all persons, if any, who are added as Respondents at the hearing held in the captioned matter;
4. That the Order of the Virginia Gas and Oil Board in the captioned matter required all persons pooled thereby to tender their written elections to the Unit Operator within thirty (30) days of the date said Order was recorded in the county above named; that said Order was recorded on May 30, 2003.
5. That the Designated Operator, by and through their agent, Wilhoit & Kaiser, Attorneys-at-Law, have established procedures to review all mail received and all written documents received by means other than by mail to ascertain whether parties whose interest have been pooled have made a written election, in a timely fashion, as required by the captioned Order; that said procedures were followed to identify the elections, if any, made with regard to Subject Unit; that the following persons delivered, by mail or otherwise, written elections to the Unit Operator, within the thirty day election periods:

NONE

6. That the interest and/or claims of the following persons (who made timely elections, or who are deemed under the terms of the Board's Order to have leased, or who, subsequent to the pooling hearing held in the captioned matter, have leased or otherwise entered into an agreement with the Designated Operator) are subject to escrow under the Board's Order pooling the captioned Unit, Board Regulations and the Code of Virginia: as conflicting claimants to the coalbed methane gas that opposite the name of each person named as a Respondent listed below is set forth:

Douglas A. Stidham .00018500 RI
123 Marlene Drive Bristol, VA

Omar Dayton Stidham and .00018500 RI
Emma Jean Stidham, his wife
Route 2, Box 112 Coeburn, VA
24230

Velma Morrell and Albert C. .00018500 RI
Morrell, her husband Route 5
Box 560
Bristol, VA

Daril Stidham and Debbie .00018500 RI
Stidham, his wife
Route 5 Box 313
Bristol, VA

Garland Stidham and Barbara .00018500 RI
E. Stidham, his wife
10107 Terrance North
Largo, FL 33543

Allen Stidham and Teen aM. .00018500 RI
Stidham, his wife
2046 Velencia Way
Clearwater, FL 33516

Lorita Whitley and Thomas R. .00018500 RI
Whitley, her husband
1620 Braund Avenue
Clearwater, FL 33516

Dennis Paul Stidham, single .00092500 RI

Box 1245
Hildebran, NC 28637

Suzy Stidham Hall, single .00092500 RI
2127 Grier View Lane
Charlotte, NC 28213

Harold Stidham and Edith .00018500 RI
Stidham, his wife
10633 Monroe Street
Taylor, MI 48180

David Stidham and Laura K. .00027750 RI
Stidham, his wife
PO Box 26452
Charlotte, NC 28213

Bruce Stidham .00064750 RI
Coeburn, VA 24230

7. That after the pooling hearing held in the captioned matter, the following persons have leased or entered into a voluntary agreement with the Designated Operator with regard to their interest and/or claims.

None

8. That the following persons have not made a timely election and have failed to enter into an agreement with the Designated Operator and their respective interests shall be deemed to have leased pursuant to and in accordance with paragraph 10 of the Order.

Tract	Name	Cash Consideration
5	Douglas A. Stidham, single	.0870 acres X \$5.00 = \$0.44
	Omar Dayton Stidham and wife Emma Jean Stidham	0.0870 acres X \$5.00 = \$0.44
	Velma Morrell and Albert C. Morrell, her husband	0.0870 acres X \$5.00 = \$0.44
	Daril Stidham and Debbie Stidham, his wife	0.0870 acres X \$5.00 = \$0.44
	Garland Stidham and Barbara	0.0870 acres X \$5.00 = \$0.44

E. Stidham, his wife

Allen Stidham and Teena M. Stidham, his wife 0.0870 acres X \$5.00 = \$0.44

David Stidham and Laura K. Stidham, his wife 0.0870 acres X \$5.00 = \$0.44

Lorita Whitley and Thomas R. Whitley, her husband 0.0870 acres X \$5.00 = \$0.44

Dennis Paul Stidham, single 0.0435 acres X \$5.00 = \$0.22

Suzy Stidham Hall, single 0.0435 acres X \$5.00 = \$0.22

Harold Stidham and Edith J. Stidham, his wife 0.0870 acres X \$5.00 = \$0.44

David Stidham and Laura K. Stidham .1305 acres X \$5.00 = \$0.65

Bruce Stidham \$.3045 acres X \$5.00 = \$1.53

That pursuant to the provision of 4VAC 25-160.70C annexed hereto and incorporated herein is a proposed supplemental order to be entered to complete the record regarding elections; that said annexed supplemental order sets forth that the services of the Escrow Agent are required in this matter pursuant to the terms of §§ 45.1-361.21.0.

Dated at Kingsport, Tennessee, this 27 day of July 2003.


Affiant

Taken, subscribed and sworn to before me by James E. Kaiser, the Agent of Equitable Production Company, a corporation, on behalf of the corporation, this 25th day of July 2003.

My commission expires: 7/25/05


Christina Blair
Notary

EXHIBIT "B"
VC-505247
VGOB 03-0415-1145

<u>TRACT</u>	<u>LESSOR</u>	<u>LEASE STATUS</u>	<u>INTEREST WITHIN UNIT</u>	<u>GROSS ACREAGE IN UNIT</u>	<u>NET REVENUE INTEREST</u>	
<u>Gas Estate Only</u>						
1	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24226	Leased-EPC 241640.01 T-625	78.620000%	46.2100	0.09827500	RI
	Equitable Production Company				0.68792500	WI
Tract 1 Totals			78.620000%	46.21000000	0.78620000	
2	Elizabeth Ann Cox and Berkeley Cox, W/H 146 Fern Street Hartford, CT 06105	Leased-EPC 241574.01	0.41000000%	0.2400	0.00051250	RI
	Emily P. Baker Canterbury Court # 558 3750 Peachtree Road NE Atlanta, GA 30319	Leased-EPC 241574.01	0.41000000%	0.2400	0.00051250	RI
	Mrs. Pauline B. Legard, c/o Edwin F. Legard, Jr. 64 Canoe Hill Road New Canaan, CT 06840	Leased-EPC 241574.01	0.41000000%	0.2400	0.00051250	RI
	Equitable Production Company				0.01076250	WI
Tract 2 Totals			1.230000%	0.72000000	0.01230000	
3	Norman A. Stanley and Laquita Joy Stanley, H/W 4184 Lee Hwy Bristol, VA 24201	Leased-EPC 241644.01	17.900000%	10.5200	0.02237500	RI
	Equitable Production Company				0.15662500	WI
Tract 3 Totals			17.900000%	10.52000000	0.17900000	
4	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24226	Leased-EPC 241490.01 T-626	0.770000%	0.4500	0.00096250	RI
	Equitable Production Company				0.00673750	WI
Tract 4 Totals			0.770000%	0.45000000	0.00770000	
5	Douglas A. Stidham, single 123 Marlene Drive Bristol, VA 37620	Deemed Leased	0.148000%	0.0870	0.00018500	RI
	Omar Dayton Stidham and Emma Jean Stidham, H/W Route 2, Box 112 Coeubrn, VA 24230	Deemed Leased	0.148000%	0.0870	0.00018500	RI

Velma Morrell and Albert C. Morrell, W/H Route 5, Box 560 Bristol, VA 37620	Deemed Leased	0.148000%	0.0870	0.00018500	RI
Daril Stidham and Debbie Stidham, H/W Route 5, Box 313 Bristol, VA 37620	Deemed Leased	0.148000%	0.0870	0.00018500	RI
Garland Stidham and Barbara E. Stidham, H/W 10107 Terrance North Largo, FL 33543	Deemed Leased	0.148000%	0.0870	0.00018500	RI
Allen Stidham and Teena M. Stidham, H/W 2046 Velencia Way Clearwater, FL 33516	Deemed Leased	0.148000%	0.0870	0.00018500	RI
David Stidham and Laura K. Stidham, H/W PO Box 26452 Charlotte, NC 28213	Deemed Leased	0.148000%	0.0870	0.00018500	RI
Lorita Whitley and Thomas R. Whitley, W/H 1620 Braund Avenue Clearwater, FL 33516	Deemed Leased	0.148000%	0.0870	0.00018500	RI
Dennis Paul Stidham, single Box 1245 Hildebran, NC 28637	Deemed Leased	0.074000%	0.0435	0.00009250	RI
Suzy Stidham Hall, single 2127 Grier View Lane Charlotte, NC 28213	Deemed Leased	0.074000%	0.0435	0.00009250	RI
Harold Stidham and Edith J. Stidham, H/W 10633 Monroe Street Taylor MI 48180	Deemed Leased	0.148000%	0.0870	0.00018500	RI
Equitable Production Company				0.01295000	WI
Tract 5 Totals		1.480000%	0.87000000	0.01480000	

OR
(If Deeds are placed of record)

5	David Stidham and Laura K. Stidham, H/W PO Box 26452 Charlotte, NC 28213	Deemed Leased	.222000%	.1305	0.00027750	RI
	Bruce Stidham Coeburn, VA 24230	Deemed Leased	.518000%	.3045	0.00064750	RI
	TOTAL GAS ESTATE		100.000000%	58.7700	1.0000	

Coal Estate Only

1	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24226	Leased-EPC 241490.01 T-625	78.620000%	46.2100	0.09827500	RI
	Equitable Production Company				0.687925	WI
	Tract 1 Totals		78.620000%	46.21000000	0.78620000	
2	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24226	Leased-EPC 244792.01 TC-156	1.230000%	0.7200	0.00153750	RI
	Equitable Production Company				0.0107625	WI
	Tract 2 Totals		1.230000%	0.72000000	0.01230000	
3	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24226	Leased-EPC 244792.01 TC-156	17.900000%	10.5200	0.02237500	RI
	Equitable Production Company				0.156625	WI
	Tract 3 Totals		17.900000%	10.52000000	0.17900000	
4	Pittston Company c/o Pine Mountain Oil & Gas, Inc. Attn: Richard Brillhart PO Box 5100 Lebanon, VA 24226	Leased-EPC 241490.01 T-626	0.770000%	0.4500	0.00096250	RI
	Equitable Production Company				0.0067375	WI
	Tract 4 Totals		0.770000%	0.45000000	0.00770000	
5	Coastal Coal Co., LLC Attn: Mr. Jess Justice PO Box 1578 Coeburn VA 24230-1578	Leased-EPC 904576 D-42	1.480000%	0.8700	0.00185000	RI
	Equitable Production Company				0.01295	WI
	Tract 5 Totals		1.480000%	0.87000000	0.01480000	
	TOTAL COAL ESTATE		100.000000%	58.77000000	1.00000000	

INSTRUMENT #030001781
RECORDED IN THE CLERK'S OFFICE OF
DICKENSON ON
SEPTEMBER 15, 2003 AT 12:32PM
JOE TATE, CLERK

VIRGINIA: IN THE OFFICE OF THE CLERK OF THE CIRCUIT COURT OF DICKENSON COUNTY, Sept 15, 2003. This deed was this day presented in said office, and upon the certificate of acknowledgment thereto annexed, admitted to record at 12:32 o'clock P.M, after payment of \$ tax imposed by Sec. 58.1-802.

Original returned this date to

Diane Davis

TESTE: JOE TATE, CLERK
BY: Sharon Baker

D. CLERK

COMMONWEALTH OF VIRGINIA



OFFICIAL RECEIPT
SIXTH CIRCULAR COURT
DEED RECEIPT

AT: 05/15/03 TIME: 12:33:37 ACCOUNT: 0500000001781 RECEIPT: 050000000257
 ASHER: JEN REG: DEED TYPE: ODU PAYMENT: FULL PAYMENT
 INSTRUMENT: 050001781 BOOK: 581 PAGE: 174 RECORDED: 05/15/03 AT 12:33
 GRANTOR NAME: VIRGINIA GAS AND OIL CORP. EX: N LOCALITY: 00
 GRANTEE NAME: EQUILABLE PRODUCTION COMPANY EX: N PERCENT: 100%
 AND ADDRESS: 215 STONE GAP VIRGINIA 22119
 RECEIVED OF: DIME \$20.00 DATE OF DEED: 05/08/03

CHECK: 1
 DESCRIPTION: REPORT OF BOARD / UNIT VS 505247 PAGES: 10
 2: NAMES: 2
 CONSIDERATION: .00 ASSUME/VAL: .00 MAP: 1
 CODE DESCRIPTION: PAID CODE DESCRIPTION
 301 DEEDS 20.00
 TENDERED: 20.00
 AMOUNT PAID: 20.00
 CHANGE AMT: .00

CLERK OF COURT: JOE TATE